B1 (Official Form 1) (12/11)						lane :		
ME	United State ESTERN DISTI						countary	Territoria.
Name of Debtor (if individual, enter Last, First, M CLI Holdings, Inc. dba Al a Corporation	•	,	Na	ame of Joint De	ebtor (Spou	se)(Last, First, Middl	e):	
All Other Names used by the Debtor in the la (include married, maiden, and trade names): NONE	ist 8 years	44. 4 4. 44. 44. 44. 44. 44. 44. 44. 44. 44.		Il Other Names aclude married, ma			he last 8 years	
Last four digits of Soc. Sec. or Indvidual-Taxpayer I (if more than one, state all):	.D. (ITIN) No./Comp	lete EIN		ast four digits of So		ridual-Taxpayer I.	D. (ITIN) No./Comple	te EIN
Street Address of Debtor (No. & Street, City 900 Winslow Way East	, and State):			treet Address of		(No. & Street	t, City, and State):	
Suite 100 Bainbridge Island, WA		ZIPCODE 98110						ZIPCODE
County of Residence or of the Principal Place of Business: Kitsar	·			ounty of Reside				<u>.</u>
Mailing Address of Debtor (if different from s	street address);		M	Tailing Address	of Joint Debt	OF (if different	from street address):	
SAME		ZIPCODE						ZIPCODE
Location of Principal Assets of Business Deb (if different from street address above): SAME	tor	,	-				***************************************	ZIPCODE
Type of Debtor (Form of organization) (Check one box.) Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. Corporation (includes LLC and LLP) Partnership Other (if debtor is not one of the above entities, check this box and state type of entity below Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending: Filing Fee (Check Full Filing Fee attached Filing Fee attached Filing Fee to be paid in installments (applicable attach signed application for the court's consider is unable to pay fee except in installments. Rule	(Check one Health Care Bu Single Asset Re in 11 U.S.C. § Railroad Stockbroker Commodity Bro Clearing Bank Other Bitc Tax-Exe (Check box Debtor is a tax- under Title 26 of Code (the Inter- cone box) to individuals only). Mation certifying that the 1006(b). See Official er 7 individuals only).	siness cal Estate as define 101 (51B) oker coin Mining empt Entity k, if applicable.) exempt organizatio f the United States nal Revenue Code fust e debtor Form 3A. Must		Chapter 7 Chapter 9 Chapter 12 Chapter 13 Debts are print 11 U.S.C. individual pror household heck one box: Debtor is a sma Debtor is not a heck if: Debtor's aggregowed to insider heck all applica A plan is being Acceptances o	(Check one (State of the proper of the pr	c box) Choo Choo	busing, U.S.C. § 101(51D). Ined in 11 U.S.C. § 1	or Recognition occeding or Recognition Proceeding ts are primarily ness debts.
Statistical/Administrative Information							THIS SPACE IS FOR	COURT USE ONLY
Debtor estimates that funds will be available for Debtor estimates that, after any exempt propert distribution to unsecured creditors.			es paid, the	re will be no fund	s available for			
Estimated Number of Creditors	99 1,000- 5,000		10,001- 25,000	25,001- 50,000	50,001- 100,000	Over 100,000		
Estimated Assets 50 to \$550,001 to \$100,001 to \$500, \$50,000 \$100,000 \$500,000 to \$1 millio	to \$10	to \$50	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion		
Estimated Liabilities 50 to \$50,001 to \$100,001 to \$500, \$50,000 to \$1 millio	to \$10	to \$50	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion		

B1 (Official Form 1) (12/11)		FORM B1, Page 2
Voluntary Petition	Name of Debtor(s):	* 7 1:
(This page must be completed and filed in every case)	CLI Holdings, Inc. dba a Corporation	Alydian, inc.,
All Prior Bankruptcy Cases Filed Within Last 8 Yo		1 Alcoh
Location Where Filed:	ears (If more than two, attach additional Case Number:	
NONE	Case Number.	Date Filed:
Location Where Filed:	Case Number:	Deta Piladi
2008101 WARVA HOU.	Case Number.	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of	this Debtor (If more than one, att	ach additional sheet)
Name of Debtor:	Case Number:	Date Filed:
NONE		
District:	Relationship:	Judge:
Exhibit A		
(To be completed if debtor is required to file periodic reports	3	hibit B
(e.g., forms 10K and 10Q) with the Securities and Exchange	•	debtor is an individual arily consumer debts)
Commission pursuant to Section 13 or 15(d) of the Securities	I, the attorney for the petitioner named in the	foregoing petition, declare that I
Exchange Act of 1934 and is requesting relief under Chapter 11)	have informed the petitioner that [he or she] n	
•	or 13 of title 11, United States Code, and have	
,	each such chapter. I further certify that I have	
	required by 11 U.S.C. §342(b).	and the debuter distriction
Exhibit A is attached and made a part of this petition	X	
2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		
	Signature of Attorney for Debtor(s)	Date
·	Exhibit C	
Does the debtor own or have possession of any property that poses or is alleg or safety?	ed to pose a threat of imminent and identifiable h	arm to public health
-		·
Yes, and exhibit C is attached and made a part of this petition. No	•	
	Exhibit D	
(To be completed by every individual debtor. If a joint petition is filed, each		bit D.)
Exhibit D, completed and signed by the debtor, is attached and made If this is a joint petition:	part of this petition.	
Exhibit D also completed and signed by the joint debtor is attached at	nd made a part of this petition.	
·	Regarding the Debtor - Venue	
· ·	any applicable box)	•
Debtor has been domiciled or has had a residence, principal place of busing preceding the date of this petition or for a longer part of such 180 days the	ness, or principal assets in this District for 180 da an in any other District.	sys immediately
There is a bankruptcy case concerning debtor's affiliate, general partner,	or partnership pending in this District.	
Debtor is a debtor in a foreign proceeding and has its principal place of be	usiness or principal assets in the United States in	this District, or has no
principal place of business or assets in the United States but is a defendan	t in an action proceeding fin a federal or state con	art] in this District, or
the interests of the parties will be served in regard to the relief sought in the		
	Resides as a Tenant of Residential Property pplicable boxes.)	
Landlord has a judgment against the debtor for possession of debtor	•	· ·
	s residence. (It box checked, complete the follow	ong.)
	(Name of landlord that obtained judgm	ent)
	(Address of landlord)	
Debtor claims that under applicable nonbankruptcy law, there are c entire monetary default that gave rise to the judgment for possession	ircumstances under which the debtor would be pe n, after the judgment for possession was entered, a	ermitted to cure the
Debtor has included with this petition the deposit with the court of a period after the filing of the petition.		
Debtor certifies that he/she has served the Landlord with this certific	cation. (11 U.S.C. § 362(1)).	

B1 (Official Form 1) (12/11)	FORM B1, Page 3
Voluntary Petition	Name of Debtor(s): CLI Holdings, Inc. dba Alydian, Inc.,
(This page must be completed and filed in every case)	a Corporation
. (Signatures
Signature(s) of Debtor(s) (Individual/Joint)	Signature of a Foreign Representative
I declare under penalty of perjury that the information provided in this	
petition is true and correct.	I declare under penalty of perjury that the information provided in this
If petitioner is an individual whose debts are primarily consumer debts	petition is true and correct, that I am the foreign representative of a debtor
and has chosen to file under chapter 7] I am aware that I may proceed	in a foreign proceeding, and that I am authorized to file this petition.
under chapter 7, 11, 12, or 13 of title 11, United States Code,	
understand the relief available under each such chapter, and choose to proceed under chapter 7.	(Check only one box.)
•	☐ I request relief in accordance with chapter 15 of title 11, United States
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by	Code. Certified copies of the documents required by 11 U.S.C. § 1515
signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b)	are attached.
`.	Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the
I request relief in accordance with the chapter of title 11, United States	chapter of title 11 specified in this petition. A certified copy of the
Code, specified in this petition.	order granting recognition of the foreign main proceeding is attached.
X	
Signature of Debtor	- X
	(Signature of Foreign Representative)
X Signature of Joint Debtor	_
Signature of John Deoror	(Printed name of Foreign Representative)
	(PTIMed name of Poreign Representative)
Telephone Number (if not represented by attorney)	
	(Date)
Date	-
Signature of Attorney*	CV (CV) Att Dealless for Delition December
X /s/Deirdre Glynn Levin	Signature of Non-Attorney Bankruptcy Petition Preparer
Signature of Attorney for Debtor(s)	I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document
Deirdre Glynn Levin 24226 ,	compensation and have provided the debtor with a copy of this document
Printed Name of Attorney for Debtor(s)	and the notices and information required under 11 U.S.C. §§ 110(b),
Keller Rohrback LLP	110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services
Firm Name	bankruptcy petition preparers. I have given the debtor notice of the
1201 Third Avenue #3200	maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official
Address	Form 19 is attached.
Seattle, WA 98101	Printed Name and title, if any, of Bankruptcy Petition Preparer
(206) 623-1900	Tillico Patric and the, it any, or buildings of a contraction
. Telephone Number	Social-Security number (If the bankruptcy petition preparer is not an
11/ 1/2013	Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal,
Date	responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)
*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.	
after an inquiry that the information in the schedules is incorrect.	Address
Signature of Debtor (Corporation/Partnership)	X
I declare under penalty of perjury that the information provided	
in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.	
authorized to the this petition on behalf of the decour.	Date Signature of hankring expetition are sarer or officer principal
The debtor requests the relief in accordance with the chapter of	Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided
title 11, United States Code, specified in this petition.	Names and Social-Security numbers of all other individuals who prepared
	or assisted in preparing this document unless the bankruptcy petition
<u>x /s/Peter J. Vessenes</u>	preparer is not an individual.
Signature of Authorized Individual	
Peter J. Vessenes	· ·
Printed Name of Authorized Individual	If more than one person prepared this document, attach additional
Authorized Agent Director	sheets conforming to the appropriate official form for each person.
Title of Authorized Individual	A bankruptcy petition preparer's failure to comply with the provisions of title
11/ 1/2013	A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.
	imprisonment or both. 11 O.S.C. § 110, 18 O.S.C. § 150.

B4 (Official Form 4) (12/07)

UNITED STATES BANKRUPTCY COURT WESTERN DISTRICT OF WASHINGTON WESTERN DIVISION

In re CLI Holdings, Inc. a Corporation	dba Alydian, Inc.	Case No. Chapter 11
	Debtor(s)	 •

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filling in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Name of Creditor and Complete Mailing Address Including Zip Code 1 XRay Holdings LLC 188 Quay Street, Level 27	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted Phone: XRay Holdings LLC 188 Quay Streetm Level 27	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security) \$ 3,000,000.00
Auckland CBD New Zealand 1010	Auckland CBD New Zealand 1010			
2 Coinlab, Inc. 900 Winslow Way East Suite 100 Bainbridge Islan WA 98110	Phone: Coinlab, Inc. 900 Winslow Way East Suite 100 Bainbridge Islan WA 98110			\$ 600,000.00
3 Timothy C. Draper LT 2882 Sandhill Park Menlo Park CA 94025	Phone: Timothy C. Draper LT 2882 Sandhill Park Menlo Park CA 94025			\$ 250,000.00
4 BTC Holdings LLC 3350 Scott Blvd. Suite 32 Santa Clara CA 95054	Phone: BTC Holdings LLC 3350 Scott Blvd. Suite 32 Santa Clara CA 95054			\$ 100,000.00
5 Bitcoin Opportunity Fund LLC 5 East 22 Street, PH4 New York NY 10010	Phone: Bitcoin Opportunity Fund LLC 5 East 22 Street, PH4 New York NY 10010			\$ 75,000.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	(If Secured Also State Value of Security)
6	Phone:			\$ 40,000.00
Peter Vessenes	Peter Vessenes			
7561 Emerald Way	7561 Emerald Way	,		
Bainbridge Islan WA 98110	Bainbridge Islan WA 98110			
•				
7	Phone:			\$ 30,000.00
Soule Investments	Soule Investments			
5220 S Kimbark Avenue, Apt.	5220 S Kimbark Avenue, Apt.			
1	1			
Chicago IL 60615	Chicago IL 60615			, ,
8	Phone:			\$ 6,000.00
Joel Yarmon	Joel Yarmon			
2882 Sandhill Park	2882 Sandhill Park		•	
Menlo Park CA 94025	Menlo Park CA 94025			1.
	·			
9	Phone:			\$ 5,000.00
Christopher Koss	Christopher Koss			
3614 Hunts Point Road	3614 Hunts Point Road			
Bellevue WA 98004	Bellevue WA 98004			
10	Phone:			\$ 3,000.00
	Robert F. Seidensticker III	·	ľ	7 3,000.00
Robert F. Seidensticker III 909 Fifth Avenue, Suite	909 Fifth Avenue, Suite			
1901	1901			,
Seattle WA 98104	Seattle WA 98104			
		·		
11	Phone:	NOTICE ONLY		\$ 0.00
Securities & Exchange	Securities & Exchange			
Commission	Commission			
Attn: Bankruptcy Counsel	Attn: Bankruptcy Counsel			
Los Angeles CA 90006	Los Angeles CA 90006			
12	Phone:	NOTICE ONLY		\$ 0.00
Department of Revenue	Department of Revenue			
Debar ment or kevenne				1 .
	Bankruptcy Claims Unit		ŀ	
Bankruptcy Claims Unit 2101 Fourth Avenue, Suite	Bankruptcy Claims Unit 2101 Fourth Avenue, Suite			

DA I	Official	Form 4		12/07
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Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
13 Internal Revenue Service Centeralized Insolvency PO Box 21126 Philadelphia PA 19114	Phone: Internal Revenue Service Centeralized Insolvency PO Box 21126 Philadelphia PA 19114	NOTICE ONLY		\$ 0.00
14 Bitvestment Partners LLC c/o Reyhani Nemirovsky LLP 200 Park Ave. 17th Floor New York NY 10116	Phone: Bitvestment Partners LLC c/o Reyhani Nemirovsky LLP 200 Park Ave. 17th Floor New York NY 10116			\$ 0.00
15 Dalsa Barbour LLC 315 West 36th Street, Apt. 18B New York NY 10018	Phone: Dalsa Barbour LLC 315 West 36th Street, Apt. 18B New York NY 10018		I	\$ 0.00

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION

, Peter J. Vessenes			Authorized	Agent	of the	Corporation	named
as debtor in this case, declare under	penalty of perjury	that I have read the foreg	oing List of Creditors	Holding Twen	ty Largest	Unsecured Claims and	that
they are true and correct to the best	of my knowledge,	information and belief.	•		•		
Date: 11/1/2013	Name:	/s/Peter J. Peter J. Vessene	e <i>s</i>				
	Title:	Authorized Agent	t, Director				

Rule 2016(b) (8/91)

UNITED STATES BANKRUPTCY COURT WESTERN DISTRICT OF WASHINGTON WESTERN DIVISION

In re	CLI Holdings, Inc. dba Alydian, Inc., a Corporation	Case N Chapte	
		/ Debtor	
•	Attorney for Debtor: Deirdre Glynn Levin		
	STATEMENT PURSUANT TO RUI	LE 2016(B)	•
The ι	undersigned, pursuant to Rule 2016(b), Bankruptcy Rules, states that:		
	The undersigned is the attorney for the debtor(s) in this case.	•	
	The compensation paid or agreed to be paid by the debtor(s), to the under n) For legal services rendered or to be rendered in contemplation of and connection with this case	in ·	hourly
b	Prior to the filing of this statement, debtor(s) have paid	\$	10,000.00
3. \$	of the filing fee in this case has been paid.		
а	The Services rendered or to be rendered include the following: a) Analysis of the financial situation, and rendering advice and assistant file a petition under title 11 of the United States Code. b) Preparation and filing of the petition, schedules, statement of financial court. c) Representation of the debtor(s) at the meeting of creditors.		•
	The source of payments made by the debtor(s) to the undersigned was freervices performed, and None other	om earnings, wag	es and compensation for
	The source of payments to be made by the debtor(s) to the undersigned be from earnings, wages and compensation for services performed, and None other	for the unpaid bala	ance remaining, if any, will
	The undersigned has received no transfer, assignment or pledge of properties that was stated: None	erty from debtor(s)	except the following for
	The undersigned has not shared or agreed to share with any other entity, aw firm, any compensation paid or to be paid except as follows: None	other than with m	embers of undersigned's
Date	d: 11/ 1/2013 Respectfully submitted,		·
	X /s/Deirdre Glynn Levin Attorney for Petitioner: Deirdre Glynn Levin Keller Rohrback LLP 1201 Third Avenue #3200 Seattle WA 98101		·

UNITED STATES BANKRUPTCY COURT WESTERN DISTRICT OF WASHINGTON WESTERN DIVISION

Case No.

Debtor, Authorized Agent, Director

a Corporation	,	Chapter 11	
	/ Debtor	•	
Attomey for Debtor: Deirdre Glynn Levin			
	•		
VEDICATION OF C		IV	
VERIFICATION OF C	REDITOR WATE	<u>IX</u>	
The above named Debtor(s) hereby verify that	the attached list of cr	editors is true and correct to	the
best of our knowledge.	,		
- 11/01/2013	/-/B-+ T	****	

Bitcoin Opportunity Fund LLC 5 East 22 Street, PH4 New York, NY 10010

Bitvestment Partners LLC c/o Reyhani Nemirovsky LLP 200 Park Ave. 17th Floor New York, NY 10116

BTC Holdings LLC 3350 Scott Blvd. Suite 32 Santa Clara, CA 95054

Christopher Koss 3614 Hunts Point Road Bellevue, WA 98004

Coinlab, Inc. 900 Winslow Way East Suite 100 Bainbridge Islan, WA 98110

Dalsa Barbour LLC 315 West 36th Street, Apt. 18B New York, NY 10018

Department of Revenue Bankruptcy Claims Unit 2101 Fourth Avenue, Suite 1400 Seattle, WA 98121

Internal Revenue Service Centeralized Insolvency PO Box 21126 Philadelphia, PA 19114

Joel Yarmon 2882 Sandhill Park Menlo Park, CA 94025 Peter Vessenes 7561 Emerald Way Bainbridge Islan, WA 98110

Robert F. Seidensticker III 909 Fifth Avenue, Suite 1901 Seattle, WA 98104

Securities & Exchange Commissi Attn: Bankruptcy Counsel 5670 Wilshire Blvd. 11th Fl. Los Angeles, CA 90006

Soule Investments 5220 S Kimbark Avenue, Apt. 1 Chicago, IL 60615

Timothy C. Draper LT 2882 Sandhill Park Menlo Park, CA 94025

XRay Holdings LLC 188 Quay Street, Level 27 Auckland CBD, New Zealand 101

XRay Holdings LLC 188 Quay Streetm Level 27 Auckland CBD, New Zealand 101